

United States Bankruptcy Court
District of Maine

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
Maietta Construction, Inc.

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)**01-0281256**Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)Street Address of Debtor (No. and Street, City, and State):
**154 Pleasant Hill Road, #1
Scarborough, ME**ZIP Code
04074

Street Address of Joint Debtor (No. and Street, City, and State):

ZIP Code

County of Residence or of the Principal Place of Business:
Cumberland

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):

ZIP Code

Mailing Address of Joint Debtor (if different from street address):

ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor
(Form of Organization)
(Check one box)

Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.

Corporation (includes LLC and LLP)

Partnership

Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business
(Check one box)

Health Care Business

Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)

Railroad

Stockbroker

Commodity Broker

Clearing Bank

Other

Tax-Exempt Entity
(Check box, if applicable)

Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)

Chapter 7

Chapter 9

Chapter 11

Chapter 12

Chapter 13

Chapter 15 Petition for Recognition of a Foreign Main Proceeding

Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts
(Check one box)

Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."

Debts are primarily business debts.

Filing Fee (Check one box) Full Filing Fee attached Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

Check one box:

Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).

Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (*amount subject to adjustment on 4/01/13 and every three years thereafter*).

Check all applicable boxes:

A plan is being filed with this petition.

Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.

Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors

<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>						
1- 49	50- 99	100- 199	200- 999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Maietta Construction, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A		Exhibit B	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue			
(Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property			
(Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
<hr/> (Name of landlord that obtained judgment)			
<hr/> (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Maietta Construction, Inc.**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney***X**

Signature of Attorney for Debtor(s)

Robert J. Keach

Printed Name of Attorney for Debtor(s)

Bernstein, Shur, Sawyer & Nelson

Firm Name

100 Middle Street**P.O. Box 9729****Portland, ME 04104-5029**

Address

207-774-1200 Fax: 207-774-1127

Telephone Number

July 21, 2010

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Authorized Individual

David Hatch

Printed Name of Authorized Individual

Controller

Title of Authorized Individual

July 21, 2010

Date

Signatures**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

United States Bankruptcy Court
District of Maine

In re Maietta Construction, Inc.

Debtor(s)

Case No.

Chapter

11

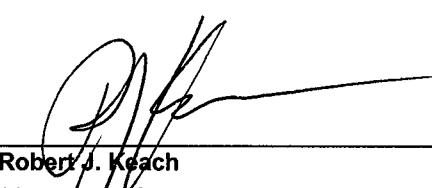
CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Maietta Construction, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [Check if applicable]

July 21, 2010

Date



Robert J. Keach

Signature of Attorney or Litigant
Counsel for Maietta Construction, Inc.

Bernstein, Shur, Sawyer & Nelson

100 Middle Street
P.O. Box 9729
Portland, ME 04104-5029
207-774-1200 Fax:207-774-1127

United States Bankruptcy Court
District of Maine

In re **Maietta Construction, Inc.**

Debtor

Case No. _____

Chapter _____

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
James Maietta 118 Richland Avenue South Portland, ME 04106	Common Stock	11.67%	
Louis Maietta 129 Walnut Street South Portland, ME 04106	Common Stock	18.31%	
Louis Maietta, Jr. 185 Elderberry Drive South Portland, ME 04106	Common Stock	11.67%	
Michael Maietta 49 Eldeberry Drive South Portland, ME 04106	Common Stock	11.67%	
Neil Maietta 262 Eldberry Drive South Portland, ME 04106	Common Stock	11.67%	
Robert Maietta 86 Windy Way South Portland, ME 04106	Common Stock	11.67%	
Thomas Maietta 650 Sawyer Street South Portland, ME 04106	Common Stock	11.67%	
Vincent Maietta 199 Eldeberry Drive South Portland, ME 04106	Common Stock	11.67%	

0 continuation sheets attached to List of Equity Security Holders

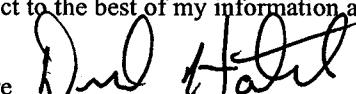
Debtor

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Controller of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 21, 2010

Signature



David Hatch
Controller

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

United States Bankruptcy Court
District of Maine

In re Maletta Construction, Inc.

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Sabara Property Care, Inc. 4 Phillips Street Cumberland Center, ME 04021	Sabara Property Care, Inc. 4 Phillips Street Cumberland Center, ME 04021			67,485.25
Ferguson Waterworks, Inc. 429 Troy Avenue Colchester, VT 05446	Ferguson Waterworks, Inc. 429 Troy Avenue Colchester, VT 05446			48,957.89
Blackstone, Albert Jr. P.O. Box 87 Pownal, ME 04069	Blackstone, Albert Jr. P.O. Box 87 Pownal, ME 04069			48,282.00
Kelly, Remmel & Zimmerman 53 Exchange Street P.O. Box 597 Portland, ME 04112	Kelly, Remmel & Zimmerman 53 Exchange Street P.O. Box 597 Portland, ME 04112	Legal Services		41,005.93
U.S. Department of Labor Occupational Safety and Health Admin 40 Western Ave, Room G-26 Augusta, ME 04330	U.S. Department of Labor Occupational Safety and Health Admin 40 Western Ave, Room G-26 Augusta, ME 04330			41,000.00
Roberts, George R. Co. 192 Biddeford Road Alfred, ME 04002	Roberts, George R. Co. 192 Biddeford Road Alfred, ME 04002			39,962.02
Skilling Shaw and Associates 485 Main Street P.O. Box 481 Lewiston, ME 04243	Skilling Shaw and Associates 485 Main Street P.O. Box 481 Lewiston, ME 04243			35,466.98
Fortin Howegate & Harmon 210 Western Avenue, Suite 200 South Portland, ME 04106	Fortin Howegate & Harmon 210 Western Avenue, Suite 200 South Portland, ME 04106			29,710.00
Pike Industries, Inc. 145 River Road Lewiston, ME 04243	Pike Industries, Inc. 145 River Road Lewiston, ME 04243			26,887.45
Aroostook Fence Co. 1827 Lisbon Street Lewiston, ME 04240-1416	Aroostook Fence Co. 1827 Lisbon Street Lewiston, ME 04240-1416			23,522.85

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

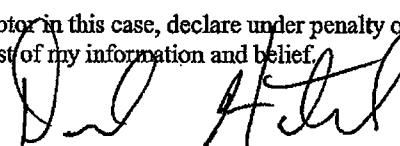
(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Pickrell Electric Inc. 36 Sebago Lake Road Gorham, ME 04038	Pickrell Electric Inc. 36 Sebago Lake Road Gorham, ME 04038			20,900.00
Drilling Blasting and Rock Specialist P.O. Box 65 Gardiner, ME 04345	Drilling Blasting and Rock Specialist P.O. Box 65 Gardiner, ME 04345			20,840.00
Stratham Tire, Inc. 355 Route 125 Brentwood, NH 03833	Stratham Tire, Inc. 355 Route 125 Brentwood, NH 03833			18,913.01
McGoldrick Bros. Blasting Services, Inc. 11 Cherry Lane Windham, ME 04062	McGoldrick Bros. Blasting Services, Inc. 11 Cherry Lane Windham, ME 04062			17,888.25
Ford Credit P.O. Box 94380 Palatine, IL 60094-4380	Ford Credit P.O. Box 94380 Palatine, IL 60094-4380			16,592.02
Harleysville Insurance 355 Maple Avenue Harleysville, PA 19438-2297	Harleysville Insurance 355 Maple Avenue Harleysville, PA 19438-2297			16,307.00
Olafsen & Butterfield 75 Pearl Street, Suite 215 Portland, ME 04101	Olafsen & Butterfield 75 Pearl Street, Suite 215 Portland, ME 04101	Legal Services		16,083.50
Hillcock Well Drilling 52 Mitchell Hill Road Gorham, ME 04038	Hillcock Well Drilling 52 Mitchell Hill Road Gorham, ME 04038			15,634.25
Scarborough Sanitary District 415 Black Point Road Scarborough, ME 04074	Scarborough Sanitary District 415 Black Point Road Scarborough, ME 04074	Sewer Charges		14,925.72
Pierce Atwood LLP 1 Monument Square Portland, ME 04101	Pierce Atwood LLP 1 Monument Square Portland, ME 04101	Legal Services		14,019.29

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Controller of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date July 21, 2010

Signature



David Hatch
Controller

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**ACTION TAKEN BY UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
MAIETTA CONSTRUCTION, INC.,
WITHOUT MEETING**

We, the undersigned, being the Directors of MAIETTA CONSTRUCTION, INC. (the “Company”), pursuant to 13-C M.R.S.A. § 822, hereby take the following action without holding a meeting, such action being stated in the form of and to be as fully effective as if taken by unanimous resolution or resolutions of the Directors at a meeting thereof duly called and held on the date hereof at which the undersigned Directors were present and acting throughout:

RESOLVED: That in the judgment of the undersigned Directors of the Company, it may be desirable and in the best interests of the Company, its creditors, shareholders, and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11, United States Code (the “Code”); and further,

RESOLVED: That the Company be and hereby is authorized and empowered to execute and verify or certify a petition under Chapter 11 of the Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Maine (the “Bankruptcy Court”) at such time as the Company shall determine and in such form or forms as the Company may approve; and further,

RESOLVED: That Mark Stickney as CRO (as defined below), David Hatch, or any officer of the Company be and hereby is authorized on behalf of, and in the name of, the Company to execute and file any and all petitions, schedules, motions, lists, applications, pleadings and other papers, to take any and all such other and further actions which the Company or its legal counsel may deem necessary or appropriate to file the voluntary petition for relief under Chapter 11, and to take and perform any and all further acts and deeds which they deem necessary, proper and desirable in connection with the Chapter 11 case, with a view to the successful prosecution of such case, including, without limitation, seeking authority to use cash collateral or to borrow under a post-petition credit facility, to grant liens, guarantees, pledges, mortgages and other security therefor, to file and prosecute a plan of reorganization and/or to sell all or substantially all of the Company’s assets in one or more transactions designed to maximize the value of such assets; and further

RESOLVED: That Mark Stickney as CRO, David Hatch, or any officer of the Company be and hereby is authorized on behalf of, and in the name of, the Company to enter into and execute an employee leasing agreement or similar agreement between the Company and Maietta Enterprises, Inc.; and further

RESOLVED: That the Company be and hereby is authorized to retain the law firm of Bernstein, Shur, Sawyer & Nelson (“BSSN”) as general bankruptcy counsel to the Company in connection with the Chapter 11 case if the Company determines that the filing of a voluntary petition for relief is proper, and to pay BSSN at its standard hourly rates in connection with its representation of the Company and to provide BSSN with a retainer in an amount to be agreed upon by BSSN and the Company, and to reimburse BSSN for any actual expenses incurred in connection with its employment by the Company; and further,

RESOLVED: That the Company be and hereby is authorized to retain the firm of Spinglass Management Group, LLC ("Spinglass") as its financial advisor in connection with the Chapter 11 case, and to pay Spinglass a retainer in an amount reasonably requested by Spinglass and agreed to by the Company, and additional fees at Spinglass's standard hourly rates for its services, and to reimburse Spinglass for any actual expenses incurred in connection with its employment by the Company; and further,

RESOLVED: That the Company be and hereby is authorized to retain Mark Stickney, CPA, as the Chief Restructuring Officer ("CRO") of the Company, and to pay Mark Stickney a retainer in an amount reasonably requested by Mark Stickney and additional fees at Mark Stickney's standard hourly rates for his services and to reimburse Mark Stickney for any actual expenses incurred in connection with his employment by the Company; and further,

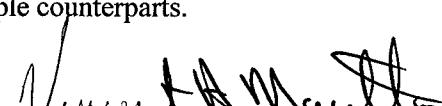
RESOLVED: That Mark Stickney as CRO, David Hatch, or any officer of the Company be and is hereby authorized and directed to take such actions and to make, sign, execute, acknowledge and deliver (and record in a relevant office of the county clerk, if necessary) any and all such agreements listed above (including exhibits thereto), including any and all affidavits, orders, directions, certificates, requests, receipts, financing statements or other instruments as may reasonably be required to give effect to these resolutions, and to execute and deliver such agreements (including exhibits thereto) and related documents, and to fully perform the terms and provisions thereof; and further

RESOLVED: That Mark Stickney as CRO, David Hatch, or any officer of the Company be and is hereby authorized to take such actions and to make, sign, execute, acknowledge and deliver all such additional documents, agreements and certificates as may reasonably be required to give effect to the consummation of the transactions contemplated by these resolutions to any Chapter 11 plan, and to execute and deliver such documents, agreements and certificates, and to fully perform the terms and provisions thereof; and further

RESOLVED: That to the extent that any of the actions authorized by any of the foregoing resolutions have been taken by the Company, such actions are hereby ratified and confirmed in their entirety.

This Consent may be executed in multiple counterparts.

Dated: July 21, 2010


Vincent A. Maietta


Louis B. Maietta, Jr.

Neil L. Maietta